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**CHANGES MADE BY COURT**

**Signed and Filed: December 23, 2020**

**DENNIS MONTALI**  
U.S. Bankruptcy Judge

and

Gregory A. Bray (SBN 115367)  
Thomas R. Kreller (SBN 161922)  
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*Counsel for the Official Committee  
of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**  
**PG&E CORPORATION,**  
**- and -**  
**PACIFIC GAS AND ELECTRIC**  
**COMPANY,**  
**Debtors.**

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric  
Company  
☒ Affects both Debtors

*\* All papers shall be filed in the Lead  
Case No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)  
Chapter 11  
(Lead Case)  
(Jointly Administered)

**FINAL ORDER GRANTING FINAL FEE  
APPLICATION OF MILBANK LLP FOR  
ALLOWANCE AND PAYMENT OF  
COMPENSATION AND REIMBURSEMENT  
OF EXPENSES FOR THE PERIOD FEBRUARY  
12, 2019 THROUGH JULY 31, 2020**

Hearing: December 15, 2020 at 10:00 am (PT)

Location: United States Bankruptcy Court Courtroom  
17, 450 Golden Gate Ave., 16th Floor San Francisco,  
CA

Re: Docket No. 8885

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2 Upon consideration of the *Final Fee Application of Milbank LLP for Allowance and*  
3 *Payment of Compensation and Reimbursement of Expenses for the Period February 12, 2019*  
4 *through July 31, 2020* (the “Final Fee Application”) [Docket No. 8885], filed on August 28,  
5 2020 by Milbank LLP (“Milbank”), as counsel to the official committee of unsecured creditors  
6 (the “Committee”) of the above captioned debtors and debtors in possession (collectively, the  
7 “Debtors”), for the final allowance of fees and expenses incurred during the period of February  
8 12, 2019 through July 31, 2020 (the “Compensation Period”), pursuant to the *Order Pursuant to*  
9 *11 U.S.C. §§ 331 and 105(a) and Fed. R. Bankr. P. 2016 for Authority to Establish Procedures*  
10 *for Interim Compensation and Reimbursement of Expenses of Professionals* (the “Interim  
11 Compensation Order”) [Docket No. 701] and the *Amended Order Granting Fee Examiner’s*  
12 *Motion to Approve Fee Procedures* (the “Fee Procedures Order”) [Docket No. 5168], the Court  
13 finds that: (a) it has jurisdiction over the matters raised in the Final Fee Application pursuant to  
14 28 U.S.C. § 1334; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b); (c) the fees and  
15 expenses requested in the Final Fee Application are reasonable, necessary, and beneficial to the  
16 Debtors’ estates and should be allowed on a final basis; (d) proper and adequate notice of the  
17 Final Fee Application and any hearing thereon has been given pursuant to the *Notice of Hearing*  
18 *on Final Applications Allowing and Authorizing Payment of Fees and Expenses of Multiple Fee*  
19 *Applicants Based Upon Compromises with the Fee Examiner (2nd Set)* [Docket No. 9596] (the  
20 “Hearing Notice”), no objections to the Final Fee Application having been filed, and no other or  
21 further notice is required, all as set forth in the Order Taking Hearing on Second Set of Final Fee  
22 Applications Off Calendar [Docket No. 9800]; and (e) good and sufficient cause exists for  
23 granting the relief herein; and that, pursuant to the Fee Procedures Order, Milbank and Bruce A.  
24 Markell, the fee examiner appointed in these chapter 11 cases (the “Fee Examiner”), have  
25 engaged in arm’s length settlement discussions regarding Milbank’s fees and expenses, which  
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1 has resulted in an agreement regarding an overall reduction in the amount of compensation and  
2 expenses set forth herein and in the Notice; and after due deliberation upon the Final Fee  
3 Application, and in connection with the Interim Compensation Order and Fee Procedure Order,  
4 and all other relevant proceedings before the Court in connection with the Final Fee Application;  
5 and upon the full record of all proceedings in this case; and sufficient cause having been shown,  
6 it is hereby **ORDERED**:

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8 1. The Final Fee Application is granted and approved as set forth herein, granting  
9 Milbank payment in final consideration for its service to the Committee.

10 2. Milbank is awarded and allowed on a final basis \$26,846,149.25 in fees and  
11 \$922,318.05 in expenses. The allowed amount, which totals \$27,768,467.30, reflects voluntary  
12 reductions by Milbank as well as a compromise reached with the Fee Examiner to reduce  
13 compensation by \$1,461,498.00.

14 3. To date, pursuant to the Interim Compensation Order, for the period prior to May  
15 31, 2020, Milbank has been paid \$23,356,137.65 in fees, and \$899,847.76 for the reimbursement  
16 of expenses, and has been paid \$746,800.40 in fees and \$22,470.29 for the reimbursement of  
17 expenses for the June/July monthly period, for total combined payments of \$25,025,256.10;  
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19 4. The Debtors are authorized and directed to pay Milbank \$2,743,211.20 in fees,  
20 which is the outstanding amount not previously paid by the Debtors, in final compensation for  
21 the outstanding professional services rendered during the Compensation Period.

22 5. This Court shall retain jurisdiction to hear and determine all matters arising from  
23 or related to the implementation, interpretation, or enforcement of this Order.

24 6. This Order shall be effective immediately upon entry.  
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26 \*\*END OF ORDER\*\*  
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Reviewed and Approved by:

/s/ Scott McNutt  
Scott McNutt  
Counsel to Fee Examiner